

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re TRONOX, INC.  
SECURITIES LITIGATION**

Civil Action No. 09-cv-06220-SAS

**DEFENDANTS' DECLARATION OF  
SERVICE OF CLASS ACTION  
FAIRNESS ACT NOTICES**

Joni S. Jacobsen, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a partner at the law firm of Dechert LLP, counsel for Defendants Thomas W. Adams, Mary Mikkelson, and Marty J. Rowland.

2. On August 10, 2012, and on behalf of Defendants Kerr-McGee Corporation, Anadarko Petroleum Corporation, Thomas H. Adams, Mary Mikkelson, Marty J. Rowland, Gregory F. Pilcher, J. Michael Rauh, Robert M. Wohleber, and Luke Corbet ("Defendants"), I caused to be sent by Federal Express notice of the Proposed Settlement in the above-captioned action to the appropriate federal and state officials (a list of which is attached as Exhibit A), pursuant to the Class Action Fairness Act of 2005 (28 U.S.C. § 1711, *et seq.*)

3. On August 11, 2012, and on behalf of Defendants, I caused to be sent by the United States Postal Service notice of the Proposed Settlement to the attorneys general of Puerto Rico, the Northern Mariana Islands, and American Samoa.

4. The notice letter (a sample of which is attached as Exhibit B) contained the information required by 28 U.S.C. § 1715(b).

5. In addition, a CD was enclosed with the notice letter containing PDF copies of the following documents:

- Original Class Action Complaint in this matter (filed July 10, 2009);
- Consolidated Class Action Complaint (filed November 24, 2009);

- First Amended Consolidated Class Action Complaint (filed July 30, 2010);
- Stipulation and Agreement of Settlement (dated August 3, 2012); and
- Plaintiffs' Motion for (I) Preliminary Approval of Settlement (II) Certification of the Class for Purposes of Settlement and (III) Approval of Notice to the Class (dated August 3, 2012), including Exhibits A ([Proposed] Order Preliminarily Approving Proposed Settlement and Providing for Notice), A-1 ([Proposed] Notice of Pendency of Class Action and Proposed Settlement, Settlement Fairness Hearing, and Motion for Attorneys' Fees and Reimbursement of Litigation Expenses ("Notice to Class Members")), A-2 ([Proposed] Proof of Claim and Release), A-3 ([Proposed] Summary Notice of Pendency of Class Action and Proposed Settlement, Settlement Fairness Hearing, and Motion for Attorneys' Fees and Reimbursement of Litigation Expenses), and B ([Proposed] Final Judgment Approving Class Action Settlement); and Plaintiffs' Memorandum of Law in support of the Motion.

6. Counsel for Defendants has not received any objection to the Proposed Settlement by the recipients of the notice letters.

7. I declare under penalty of perjury under the laws of New York and the United States that the above is true and correct to the best of my knowledge.

Executed this 15th day of November 2012, in Chicago, Illinois.

s/ Joni S. Jacobsen  
Joni S. Jacobsen (admitted *pro hac vice*)  
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